CHILLING TALES OF HORROR

BEWARE

BEWARE

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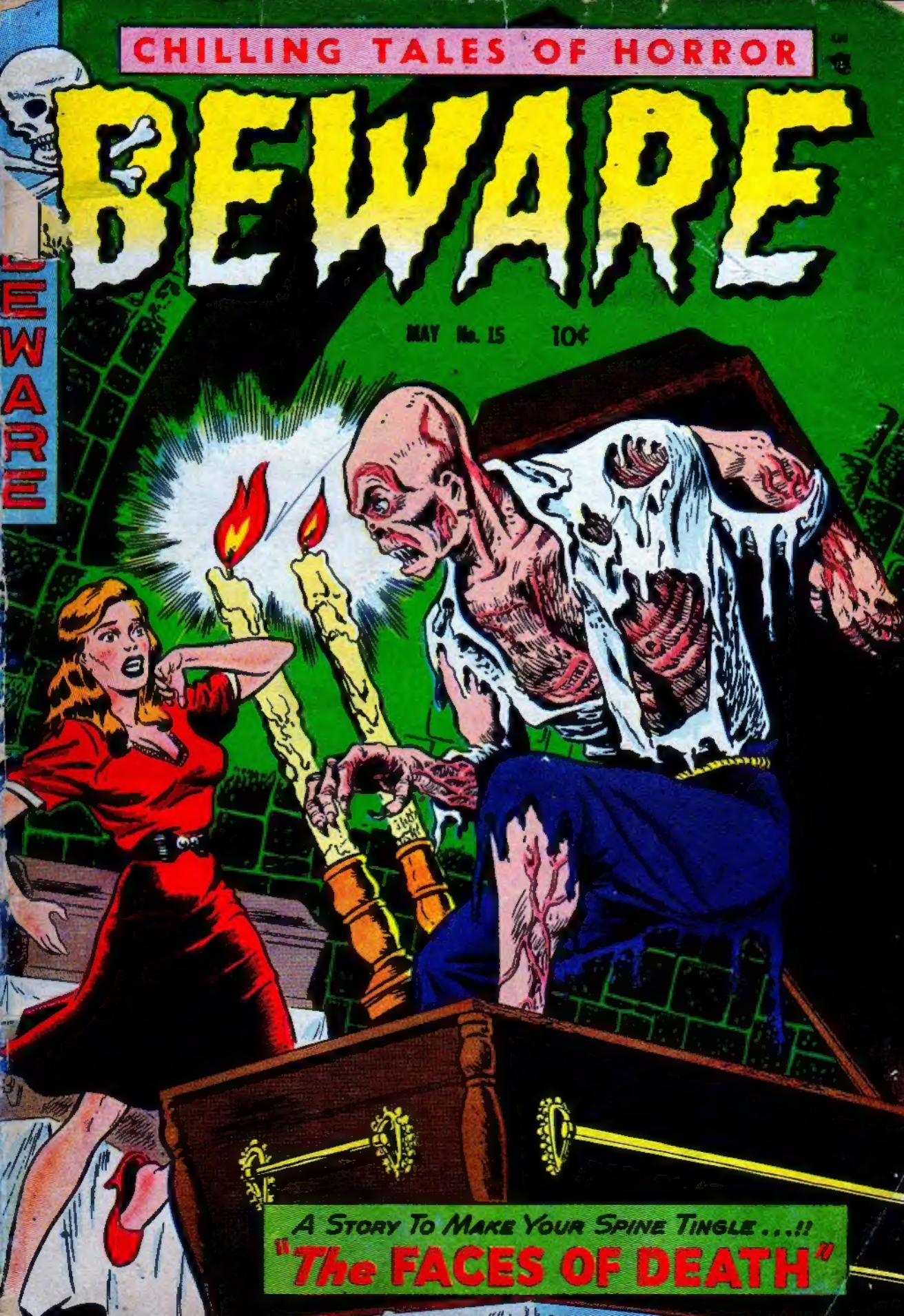

A STORY TO MAKE YOUR SPINE TINGLE...!!

"The FACES OF DEATH"

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BEWARE

Volume 1, Number 15 MAY, 1953

ADOLPHE BARREAUX, *Editor*

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THE SWAMP HORROR

Story by ***RICHARD KAHN*** *Drawings by* ***HARRY HARRISON***

What was this nameless, dreadful creature that Prof. Crandall unearthed from the murky slime? It devoured all human beings who ventured into the territory of doom.

NEVER CALL A GHOST

Story by ***JESSE MERLAN*** *Drawings by* ***JOHN FORTE***

Greed for gold impels Bert Winslow to call back to earth the wraith of his pirate ancestor, but when he gets his hands on the buccaneer's treasure, it does him no good.

THE STOLEN SOUL

Story by ***MARTIN SMITH*** *Drawings by* ***GERALD ALTMAN***

The dummy carved from a stolen graveyard casket worked well—only too well, as Dr. Lito found out when his puppet took control and filled him with shuddering horror!

CHILLS IN THE NIGHT

By ***JESSE MERLAN***

Steve Hendon reached his home town late at night and passed some of his boyhood scenes, but what met him there was enough to drive the strongest man to gibbering madness.

THE FACES OF DEATH

Story by ***PAUL S. NEWMAN*** *Drawings by* ***A. DE KEROSET***

A strange and horrible creature comes out of the gloom to guide the artist's pen. When Elliot Niles pursues his visitor, he runs into stark, soul-shattering terror!

Cover Drawing by HARRY HARRISON

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WHAT WAS THE WEIRD EXPERIMENT THAT PROF. GEORGE CRANDALL SACRIFICED HIS PROFESSIONAL CAREER FOR? AND WHAT WAS THE HIDDEN MEANING BEHIND THE DISAPPEARANCE OF MEN THAT ENTERED *KALGARO* SWAMP? THESE WERE THE QUESTIONS THAT FORCED THEMSELVES INTO THE TERROR-STRICKEN MINDS OF MEN WHO VENTURED TOO CLOSE TO THE EDGE OF MADNESS -- THE TERRITORY OF DOOM THAT CONTAINED. . . .

THE SWAMP HORROR

IT--IT'S COMING FOR ME! IT'S HUNTING ME DOWN LIKE *I'M* THE SPECIMEN IT NEEDS FOR AN EXPERIMENT! A--AND I CAN'T ESCAPE! *I CAN'T ESCAPE!*

SQUISH

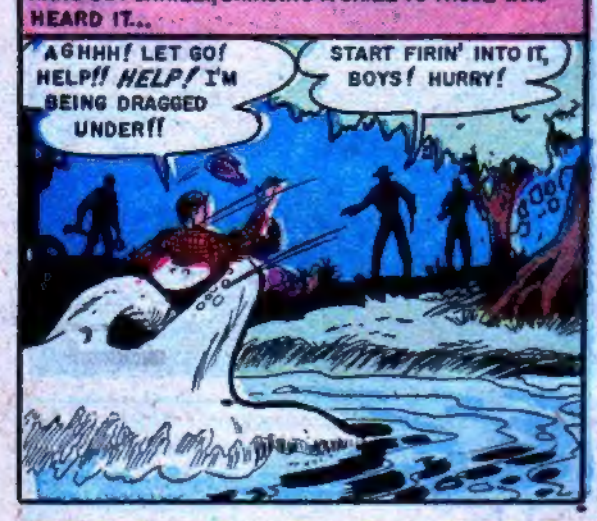
SQUISH

BLACK NIGHT--SHROUDED MOON--THE PERFECT SETTING FOR HORROR! A GROUP OF MEN MOVED GRIMLY THROUGH THE MURKY DEPTHS OF *KALGARO SWAMP,* IN LOUISIANA, SEARCHING FOR A CLUE THAT WOULD ENABLE THEM TO CONQUER THE UNKNOWN TERROR THAT GRIPPED ALL. . .

FAN OUT TOWARDS THE LEFT, BOYS! THIS IS THE LAST PART OF THE SWAMP! CRANDALL AN' THE REST *HAVE* TO BE HERE!

HEY!--FOUND SOMETHIN'! COME TAKE A LOOK! IT'S KINDA HEAVY--- LIKE IT HAS SOMETHIN' INSIDE IT 'SIDES LIQUID!

OUT OF THAT QUAGMIRE OF SLIME, CAME A DEAD-WHITE HORROR TO CLAIM A MAN'S LIFE! TERRIBLE SCREAMS RANG OUT SHRILLY, BRINGING A CHILL TO THOSE WHO HEARD IT...



A DOZEN MEN SET TO WITH DESPERATE HASTE! ALREADY, ONE OF THEIR NUMBER HAD BEEN KILLED! THE FLAMES ROARED THROUGH THE SWAMP, BURNING EVERYTHING IN THEIR PATH! MINUTES LATER...

THEY WATCHED UNTIL THERE WAS NOTHING LEFT! AND WHEN THE LAST GLOWING EMBER HAD DIED IN THE NIGHT, THEY TALKED IN SUBDUED WHISPERS...

IT CAUGHT FIRE LIKE IT WAS MADE OUT O' PAPER! T-THAT THING WAS NO ANIMAL--BUT SOMETHING DIFFERENT--*NOT OF THIS EARTH!*

READ WHAT'S ON THE PAPER! MAYBE THAT'LL GIVE US A CLUE AS TO WHERE INSPECTOR COMMS AN' THE REST HAVE DISAPPEARED!

IT'S SOME SORTA DIARY! HEY! THIS IS PROF. CRANDALL'S HANDWRITIN'! I RECOGNIZE IT! LISTEN--!

"JANUARY 3RD...MAYBE I WAS A FOOL TO GIVE UP MY UNIVERSITY POSITION FOR THIS RESEARCH TREK INTO KALGARO SWAMP--BUT I BELIEVE I HAVE FINALLY TRACED THE ORGANISM THAT KILLS OTHER BACTERIA, TO THIS AREA.

AMAZING! I'VE PURIFIED THIS SAMPLE OF SWAMP AND FILTERED OUT ALL LIVING ORGANISMS--BUT STILL THIS SMALL BLOB OF MATTER DEFIES HEAT AND DESTRUCTION!

IT'S AS IF IT WERE MADE OUT OF A TOTALLY-DIFFERENT SUBSTANCE--AS IF IT WERE AN ALIEN ORGANISM TO EARTH! IT HAS ALL THE PROPERTIES OF THE PENICILLIUM-MOLD, BUT STILL IT DIFFERS!

LOOK AT THE WAY IT SWALLOWS THE OTHER AMOEBIC CELLS I'VE PUT *BACK* INTO THE WATER! IT HAS AN INSATIABLE APPETITE!!

I--I THINK I'VE HIT ON A TRULY GREAT MEDICAL FIND! THINK OF IT--AN ORGANISM THAT DELIBERATELY SEEKS OUT OTHER MALIGNANT CELLS IN THE BLOODSTREAM AND DEVOURS THEM! I--I'VE GOT TO GET ANOTHER SAMPLE FROM THE SWAMP AND PUT IT TO OTHER TESTS IN THE LAB!

"JANUARY 4TH--THIS HAS BEEN A FANTASTIC, HORRIBLE DAY--YET A STRANGELY REWARDING ONE! TO BEGIN WITH, RAOUL, MY GUIDE, AND I ROWED OUT INTO THE DEEPEST RECESSES OF KALGARO SWAMP EARLY THIS MORNING...
EET IS DANGEROUS TO TRAVEL MORE, M'SIEUR CRANDALL! I WEEL NOT TAKE YOU ANY FURTHER!
OKAY, RAOUL! THIS IS GOOD ENOUGH!
HASTEN, M'SIEUR! THERE ARE BAD RUMORS ABOUT THIS PART OF THE SWAMP!
I'M ALMOST FINISHED CUTTING THIS... IT'S LIKE A GIANT FUNGUS-- ONLY INCREDIBLY STRONG!!
W-WHAT DO YOU PLAN TO DO WEETH THAT?
ANALYZE ITS CHEMICAL PROPERTIES! I HOPE TO DEVELOP A SUBSTANCE FROM THIS THAT WILL KEEP ALL LIQUIDS FREE OF GERMS-- EVEN THE BLOOD!
UGHHH! THERE! THAT SHOULD DO IT! IF MY THEORY IS TRUE, THEN WE'LL NEVER NEED FEAR SICKNESS AGAIN!
YOU CAN START--- RAOUL!! NOW WH-WHERE DID HE GO? HE'S DISAPPEARED WITHOUT A SOUND! H-HE MUST HAVE FALLEN OVERBOARD! BUT THERE'S NOT EVEN A BUBBLE TO MAR THE SURFACE.
"A CHILL OF IMPENDING DOOM COURSED THROUGH ME. IT NOW BECAME NECESSARY TO FLEE AT ONCE-- FOR THE FOG HAD BECOME DENSE...
GOT TO LEAVE HERE! GASP GASP I DON'T KNOW WHAT HAPPENED, BUT I'M SURE I'LL NEVER SEE HIM AGAIN!

"HOW I RETURNED, I'LL NEVER KNOW! I REMEMBER CLUTCHING THE PIECE OF FUNGUS AND STAGGERING INTO MY LAB WITH THE APPROACH OF NIGHT...
IT-IT'S GLOWING BRIGHTLY IN MY HANDS! A-AND IT SEEMS TO BE PULSATING WITH SOME KIND OF INNER LIFE!
"I BURNED WITH CURIOSITY TO SEE WHAT WOULD HAPPEN TO MY PRIZED SPECIMEN. AND SO I BEGAN WORK WITH AN INTENSE ZEAL!
"JANUARY 6--PLACED FUNGUS INTO NUTRIENT JAR...
"JANUARY 6--SMALL NODULES DEVELOPING ON SURFACE--SIMILAR TO TINY MOUTHS...
"JANUARY 27--FUNGUS GROWING! TRYING TO FIND PROPER NOURISHMENT...
"FEBRUARY 14--STILL GROWING...
"FEBRUARY 22--MATTER HAS OVERGROWN ITS ORIGINAL JAR. AM TRANSFERRING IT INTO NUTRIENT-JELLY JAR FOR GREATER ROOM...
GOOD HEAVENS! THIS IS UNBELIEVABLE! IT'S EATING TEN TIMES ITS NORMAL WEIGHT!
I MUST PUT THIS DOWN IN MY NOTEBOOK! THE ORGANISM IS NOW CHARACTERIZED BY AN ABNORMAL DEVELOPMENT PECULIAR TO NO OTHER LIFE-FORM ON EARTH!
CRRASH!
WHA--?
STOP!! STOP! IT'S EATING THAT RABBIT ALIVE!
CRUNCH!
CRRUNNCH
5

"HAVE RE-TRANSFERRED FUNGUS INTO BARRED CAGE! IT IS DANGEROUS AND CONSCIOUS OF MY PRESENCE! SMALL TENTACLES TRY TO CLUTCH ME...
I CAN'T UNDERSTAND HOW IT LIVES, AND WHY IT NEEDS ANIMAL FOOD FOR ITS SUSTENANCE!
"MARCH 3--FUNGUS MATTER HAS CHANGED TO SLICK, SLUG-WHITE AMOEBA ORGANISM, TEN FEET LONG AND EIGHT FEET WIDE. IT IS UTTERLY VORACIOUS AND CAPABLE OF HARM...
I'VE CREATED A MONSTER! NOTHING CAN HOLD THIS GROWING MENACE! I--I MUST DESTROY IT AT ONCE!
IT--IT WON'T DIE! I'VE SHOT OVER TWENTY BULLETS INTO IT, AND... THERE'S ANOTHER WAY!
BANG
BANG
BANG
I'VE POURED EVERY ACID I HAVE IN THE LABORATORY UPON IT--IT'S ANGRY! IT'S FLOWING TOWARDS ME!
SQUUIISSHH!
"I TURNED AND FLED, BUT THAT NIGHTMARE HORROR FLOWED AFTER ME WITH FANTASTIC QUICKNESS! SOON I WAS EXHAUSTED!
PUFF! PUFF!... I-- I'LL DOUBLE BACK! Y-YES...THAT'S IT! I MUST TRY AND FOOL IT!
I'LL- AAAIIIE!
SQUISHH!
CONTINUED ON SECOND PAGE FOLLOWING...
6

STOP S.E.

(SKIN EMBARRASSMENT)

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Are you ashamed to go to parties or dances because of your appearance? Do you avoid meeting people, especially of the opposite sex, because of your skin? Why suffer needlessly from pimples, acne, blackheads and blemishes?* The New Miracle Formula and EPI-KIT will amaze you with its 5 point attack.

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NAME _____

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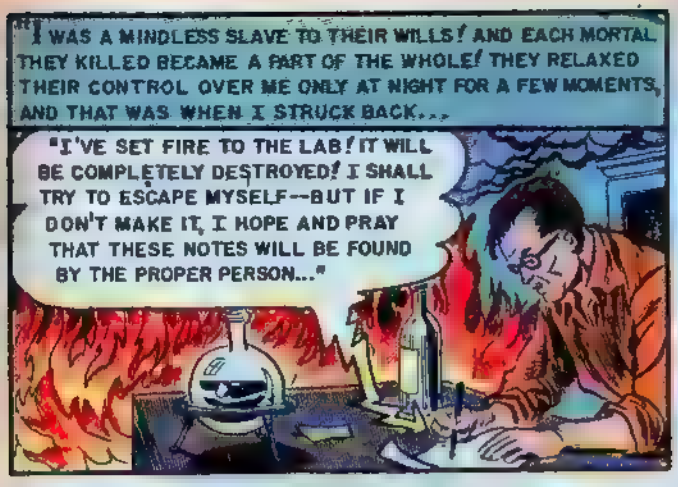
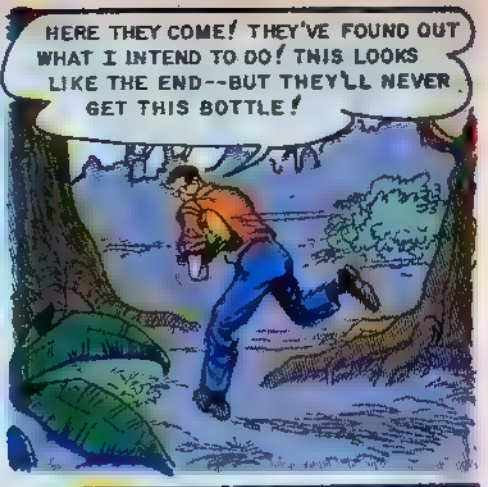
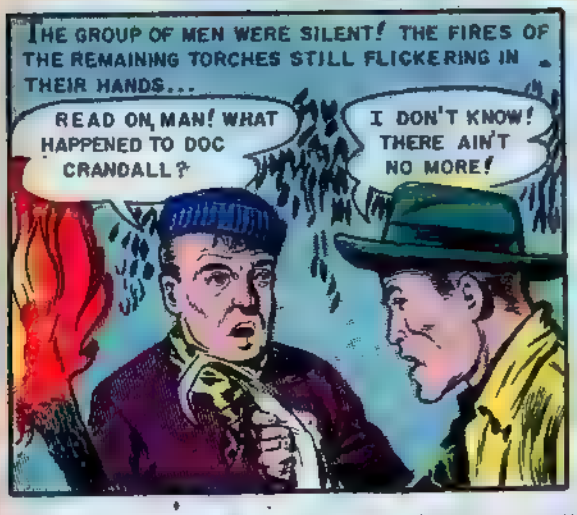
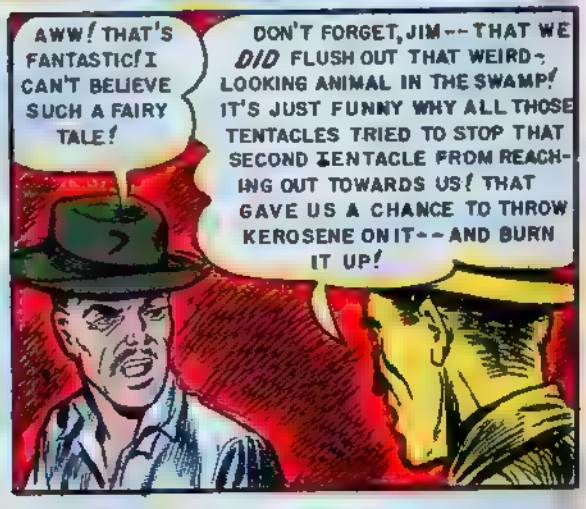
"BEFORE I COULD DODGE THAT MONSTROSITY--A WHIP-LIKE TENTACLE STUNG THE SIDE OF MY HEAD, NUMBING MY FLESH ...
"AIIIIEEEE! HELP!! G-GET AWAY FROM ME!! YAAAAHH!
"THEN I WAS FLUNG TOWARDS A GIANT BLACK WHIRLPOOL ...
HA,HA.. YOU SHALL BECOME OUR SLAVE, MORTAL! WE HAVE STUDIED YOU AS YOU THOUGHT TO STUDY ONE OF OUR GROWING SEEDLINGS! WE ARE THE DINOGS, ALIENS TO YOUR PLANET! WE HAVE BEEN DORMANT IN THIS SWAMP FOR EONS OF YOUR TIME... HA, HA...
"THE DINOGS HAD FOUND THAT HUMAN BEINGS MADE THE BEST FOOD. INSTEAD OF KILLING ME, THEY MADE ME THEIR "BLACK SHEEP"--TO LURE OTHERS INTO THE SWAMP AND DEATH...
YOU SURE RAOUL IS HERE, DOC? HIS FAMILY'S KINDA WORRIED!
OF COURSE HE'S HERE, INSPECTOR COMMS! FOLLOW ME!
I DON'T SEE RAOUL! YOU BETTER TALK MIGHTY FAST, DOC!
YOU WON'T BE ABLE TO DO ANYTHING ABOUT IT, INSPECTOR! YOUR LIFE IS OVER!!
YAAAAH!
"THE DINOGS COULD UNITE AS ONE GIANT CREATURE--OR BRANCH OFF INTO HUNDREDS OF PARTS. THEY KILLED EVERY PERSON I LURED INTO THE SWAMP DURING THE FOLLOWING MONTHS...
THERE IS NO ESCAPE- NO ESCAPE!! HA, HA, HA.....!


I WAS A MINDLESS SLAVE TO THEIR WILLS! AND EACH MORTAL THEY KILLED BECAME A PART OF THE WHOLE! THEY RELAXED THEIR CONTROL OVER ME ONLY AT NIGHT FOR A FEW MOMENTS, AND THAT WAS WHEN I STRUCK BACK...
"I'VE SET FIRE TO THE LAB! IT WILL BE COMPLETELY DESTROYED! I SHALL TRY TO ESCAPE MYSELF--BUT IF I DON'T MAKE IT, I HOPE AND PRAY THAT THESE NOTES WILL BE FOUND BY THE PROPER PERSON..."

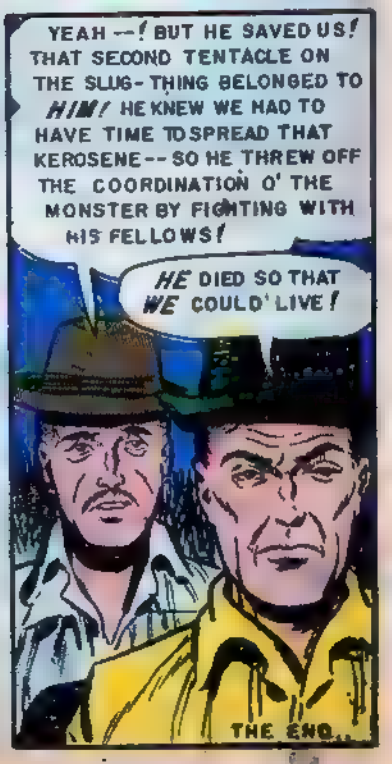

HERE THEY COME! THEY'VE FOUND OUT WHAT I INTEND TO DO! THIS LOOKS LIKE THE END--BUT THEY'LL NEVER GET THIS BOTTLE!


THE GROUP OF MEN WERE SILENT! THE FIRES OF THE REMAINING TORCHES STILL FLICKERING IN THEIR HANDS...
READ ON, MAN! WHAT HAPPENED TO DOC CRANDALL?
I DON'T KNOW! THERE AIN'T NO MORE!


AWW! THAT'S FANTASTIC! I CAN'T BELIEVE SUCH A FAIRY TALE!
DON'T FORGET, JIM--THAT WE *DID* FLUSH OUT THAT WEIRD-LOOKING ANIMAL IN THE SWAMP! IT'S JUST FUNNY WHY ALL THOSE TENTACLES TRIED TO STOP THAT SECOND TENTACLE FROM REACHING OUT TOWARDS US! THAT GAVE US A CHANCE TO THROW KEROSENE ON IT--AND BURN IT UP!

HEY, FELLERS! I BEEN SIFTING THE ASHES O' THAT SLUG-THING--AN' I'LL BE DANGED IF I DIDN'T FIND SOME BITS O' METAL AND OTHER THINGS!
LET ME SEE THOSE OBJECTS!

GOOD LORD! THIS HERE'S DOC CRANDALL'S UNIVERSITY RING! H-HE WAS EATEN UP BY THAT CREATURE!


YEAH --! BUT HE SAVED US! THAT SECOND TENTACLE ON THE SLUG-THING BELONGED TO *HIM!* HE KNEW WE HAD TO HAVE TIME TO SPREAD THAT KEROSENE--SO HE THREW OFF THE COORDINATION O' THE MONSTER BY FIGHTING WITH HIS FELLOWS!
HE DIED SO THAT *WE* COULD LIVE!
THE END

You get 'Shop Training' at home when you learn Television my way!

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—Says R. C. Andersen, President of C.T.I.

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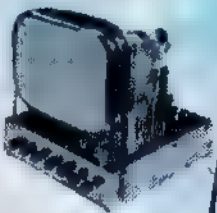

In addition to over 100 well-illustrated, step-by-step lessons, C.T.I. sends you tools, parts and tubes for building a top-quality television receiver. You get valuable experience, and you keep the set to use and enjoy. Note that you learn TV not just radio!

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"I have a very nice business in radio and television. I also sell television sets and gross $6,000 a month."—*A. J. Parri, Mich.* "Since graduating, I have been repairing TV sets. I have more business than I can keep up with."—*John Marshall, Ill.* "I now have my own service shop. There are two of us and we keep busy all the time."—*Vernon Rikli, Wis.* "My income has increased 34%; my equipment has increased 300% in the last three months, and I can diagnose 75% of all TV defects at a glance. You made everything possible."—*Frank Delia, Ill.* "My C.T.I. training was good enough to promote me to the managership of a TV and radio shop."—*R. C. Miller, Wash.* "I now own and operate my own shop."—*Clifford Griffith, Ind.*

Commercial Trades Institute, 896 Broadway, New York 3, N. Y.

INDUSTRIAL ELECTRONICS NEEDS 70,000

Within three years, it is estimated that over 130,000 technicians will be required to install and maintain home TV receivers. But there are big opportunities in *industrial* electronics, too! A leading trade magazine recently stated that the electronics industry could use possibly 70,000 well-trained technicians right now. Your C.T.I. training prepares you for many good jobs in this field, as well as for positions in communications.

VALUABLE BOOKLET FREE!

We have prepared a valuable booklet entitled, "You Can Succeed in Television." It is jam-packed with facts. It describes your opportunities in television, and it tells how you can prepare for a well-paid position or a business of your own. Discover how easily you can learn television at home through C.T.I.'s famous shop-proved method . . . in months! Get the facts from the school that has graduated over 30,000 ambitious men! Mail coupon!

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Name_____ Age____

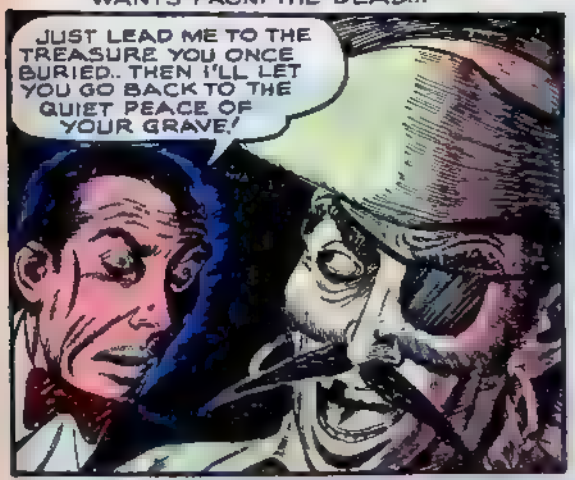
Address_____

City_____ Zone____ State_____

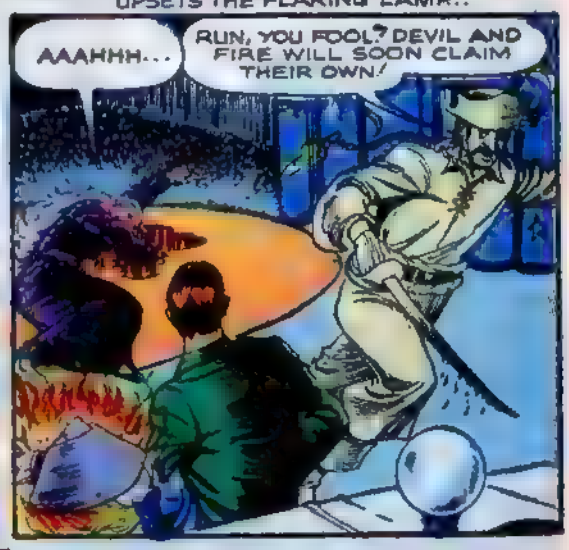
NEVER CALL a GHOST
GET ME A GHOST! I WANT TO SEE ONE!
NO.. NO!
DON'T CROSS THE DREAD BORDERLINE OF DEATH... NOT IF YOU'RE STILL ALIVE! IS YOUR HEART STILL BEATING.. ARE YOUR EYES STILL OPEN? THEN DON'T YOU CALL BACK A CORPSE FROM THE COLD GRAVE! DEATH IS FOR THE DEAD BUT WHEN A MAN COMMANDS A WITCH'S BLACK ARTS AND MUMBLED SPELLS TO RAISE A LONG-DEAD SPIRIT FROM THE GRAVE, HE LEARNS A HORRIBLE LESSON...
"NEVER CALL A GHOST!"
JOHN FORTE
BART WINSLOW, THE LAST OF THE WINSLOWS DECIDES HE CAN BE RICH...
WHY SHOULD I STAY POOR WHEN THIS OLD DIARY SAYS MY GREAT-GRANDFATHER ONCE BURIED MILLIONS IN GOLD!
THAT MIDNIGHT, AT AN OLD CRONE'S RETREAT, BART WINSLOW STARTS HIS UNHOLY PLAN
YOU UGLY WITCH! IF YOU DON'T FETCH ME HIS GHOST... I'LL MAKE A GHOST OUT OF YOU!
DON'T MAKE ME DO IT..

THE HAG FALLS INTO A SWOON, AND TRIES TO MAKE CONTACT WITH THE DEAD..
MUMBLE YOUR SPELLS, GET ME MY GREAT-GRANDFATHER, BART WINSLOW!
THE FOOL... HE DOESN'T KNOW WHAT EVIL FORCES HE'S AWAKENING!
BART WINSLOW.. WHEREVER YOU ARE.. COME TO ME!
UGH! I THINK I HEAR GHOST-VOICES... BUT I'M NOT AFRAID!
FROM THE RESTING PLACE OF THE LONG-DEAD, ONE PHANTOM TAKES MORE SOLID SHAPE
WHAT LIVING FOOLS DARE TO CALL BLACK BART? I'LL CUT OUT THEIR BLOODY HEARTS!
LET US COME! TAKE US, TOO!
UNHAND ME, YOU WEAK PHANTOMS! I ALONE AM GOING BACK TO LIFE!
CURSES ON YOU!
YOU'LL BE BACK.. HA HA HA!
THEY'VE RAISED ME FROM THE DEAD.. AND MAYBE I'LL TAKE THEM BOTH BACK WITH ME!
HERE HE COMES.. COMMAND HIM IF YOU DARE!
A DEAD WINSLOW FACES A LIVING WINSLOW!
IT'S BLACK BART! MY ANCESTOR!
I WAS HANGED AS A PIRATE IN 1854... BUT YOUR DEATH MAY BE MORE TERRIBLE THAN MINE!

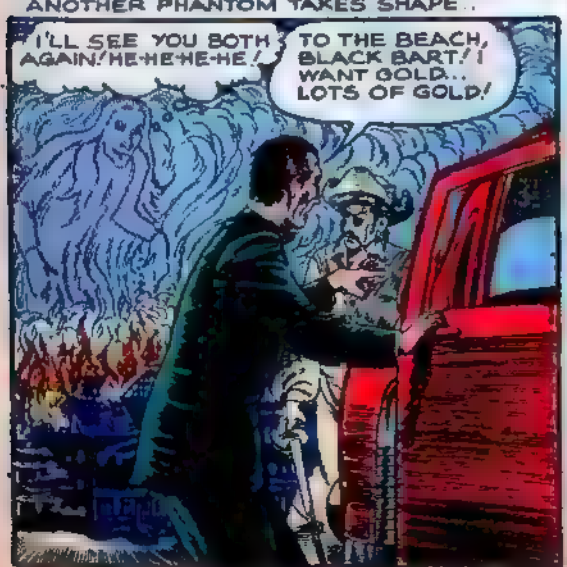
QUICKLY, BART WINSLOW LETS BLACK BART KNOW EXACTLY WHAT HE WANTS FROM THE DEAD...



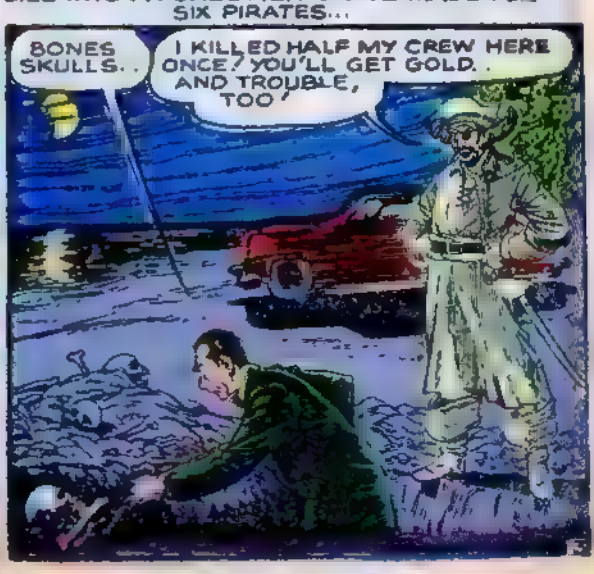
AS THE PHANTOM BLADE IS PULLED FROM THE WITCH'S HEART, YOUNG BART WINSLOW UPSETS THE FLARING LAMP..



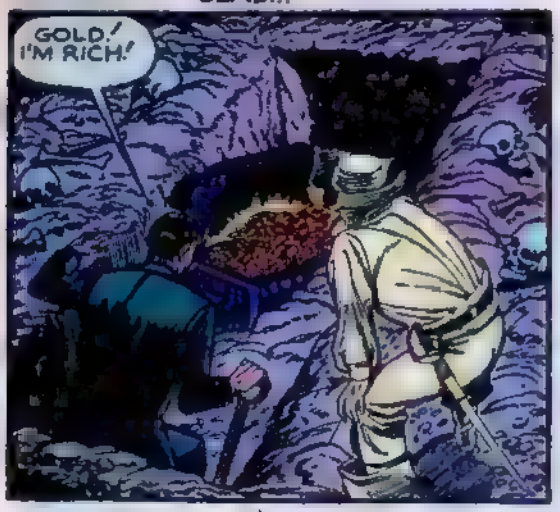
IN THE SMOKE OF THE FUNERAL PYRE, ANOTHER PHANTOM TAKES SHAPE..



SOON, AT A DESERTED BEACH, BART WINSLOW DIGS INTO A FORGOTTEN GRAVE MADE FOR SIX PIRATES...

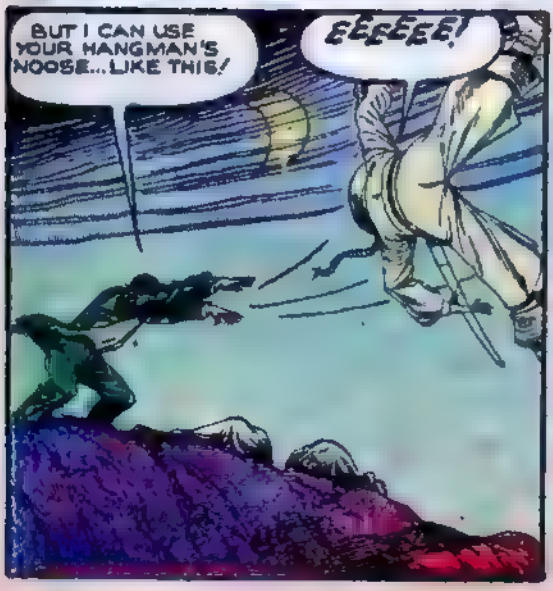


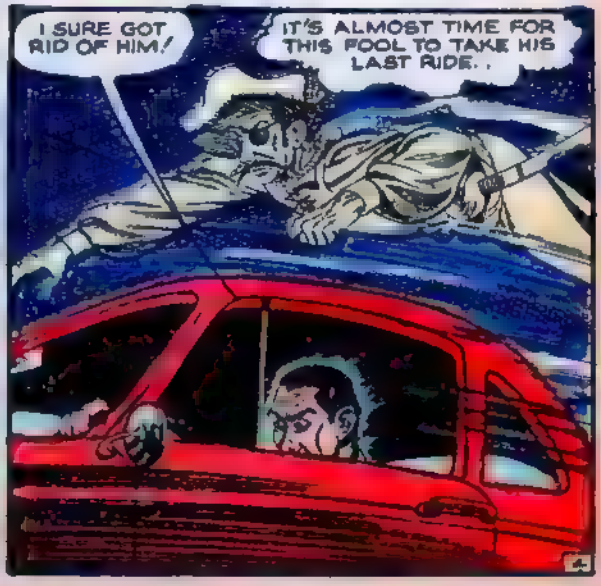
AT LAST BART WINSLOW UNCOVERS HIS REWARD FOR CALLING BACK THE UNEASY DEAD...



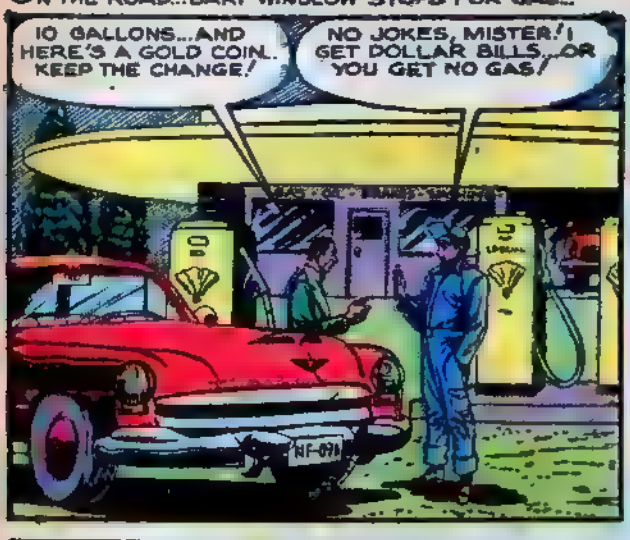
LOADING HIS GOLD INTO THE CAR, BART WINSLOW STARTS BACK TO THE CITY WITH THE TWO LAST BAGS OF TREASURE...

THEN COMES A HORRIBLE STRUGGLE BETWEEN THE LIVING AND THE DEAD..



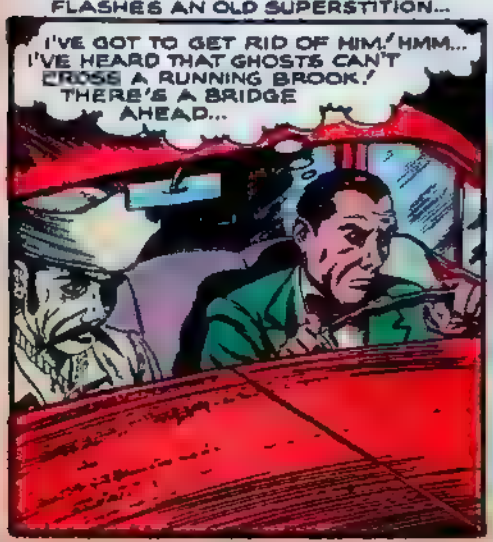


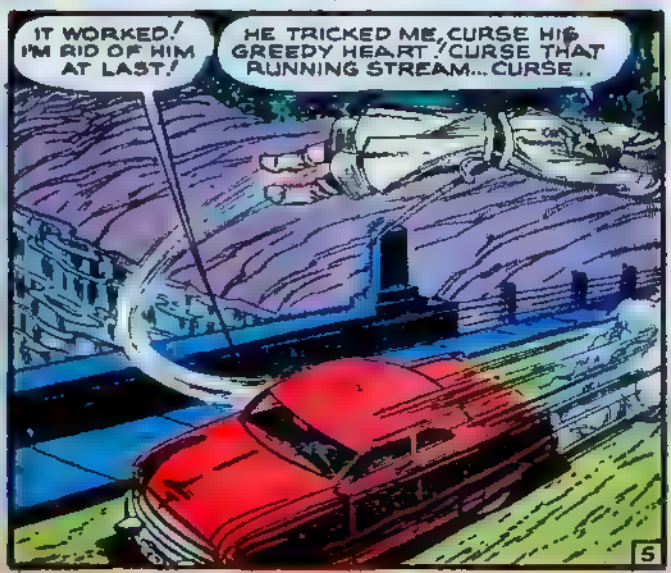
ON THE ROAD...BART WINSLOW STOPS FOR GAS...



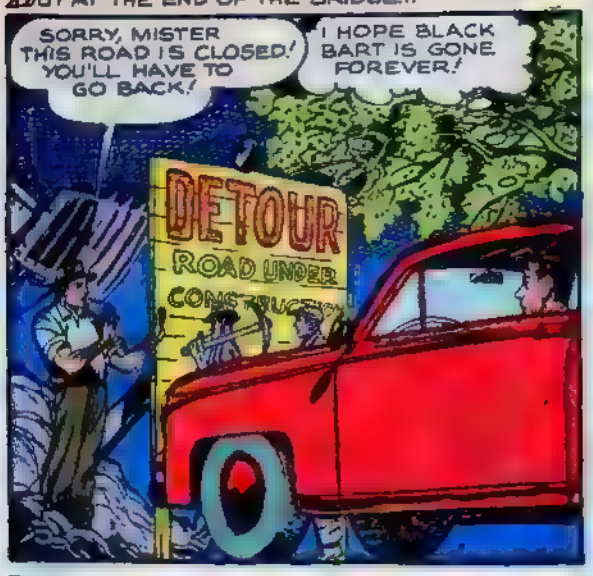
AT A ROAD HOUSE NIGHTCLUB...

THEN THROUGH BART WINSLOW'S MIND FLASHES AN OLD SUPERSTITION...



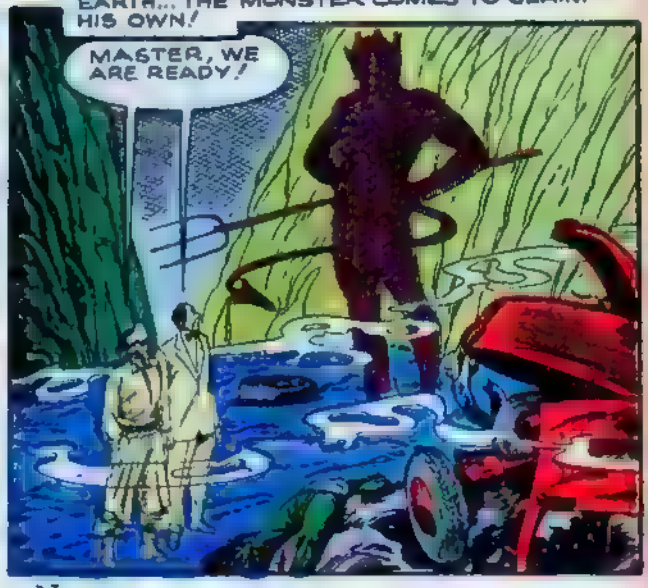


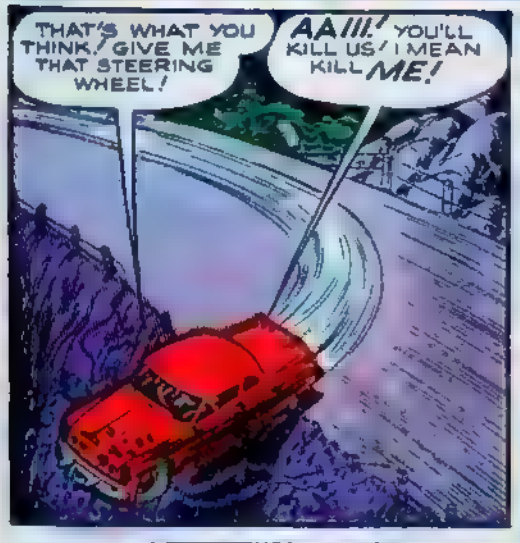
BUT AT THE END OF THE BRIDGE...



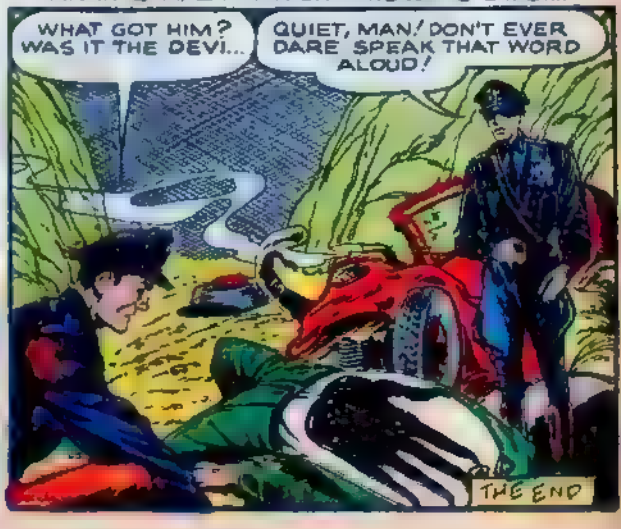
BACK ACROSS THE BRIDGE, DEATH AGAIN SWOOPS DOWN...

AT THE CLIFF'S BOTTOM, A HUGE AND AWFUL SHAPE RISES FROM THE BOWELS OF THE EARTH... THE MONSTER COMES TO CLAIM HIS OWN!





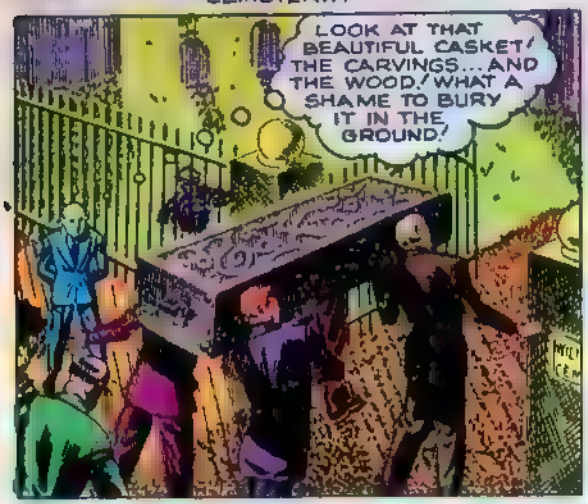
NEXT DAY, WHEN THE POLICE COME, THEY FIND AN INFERNAL MARK ON WINSLOW'S CHEST...

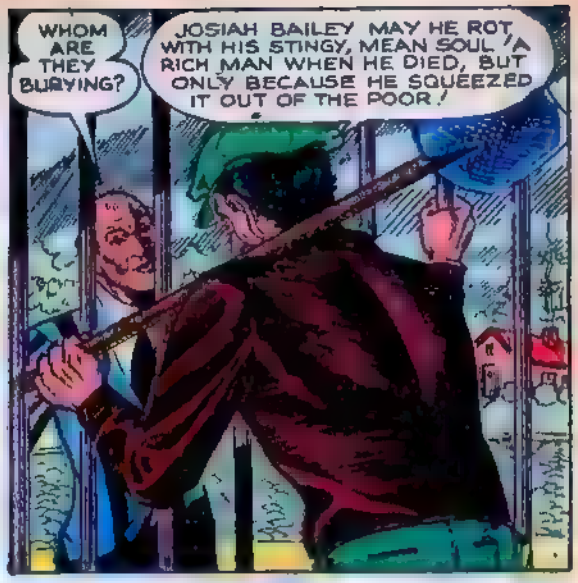


THE Stolen Soul

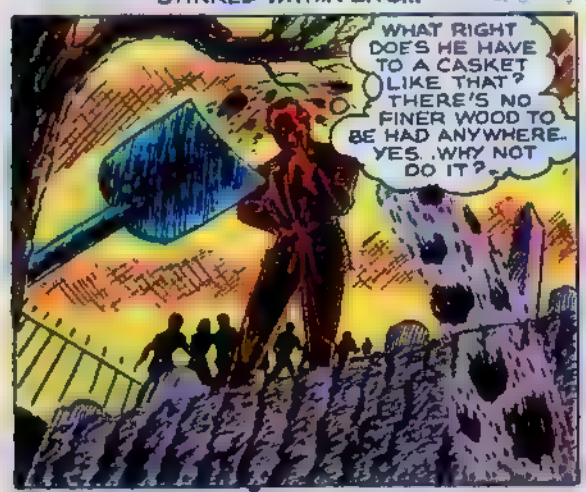
AS A VENTRILOQUIST, DR LITO WAS SOMETHING OF A 'FLOP! MAYBE IT WAS BECAUSE THE PUPPETS HE WORKED WITH NEVER CAUGHT ON! BOOKINGS WERE GETTING SMALLER AND FAR BETWEEN!

LITO SCOURED EVERYWHERE IN SEARCH OF THE LUMBER TO CARVE HIS NEW PUPPET AND ONE DAY HIS SEARCH TOOK HIM TO A NEARBY CEMETERY..





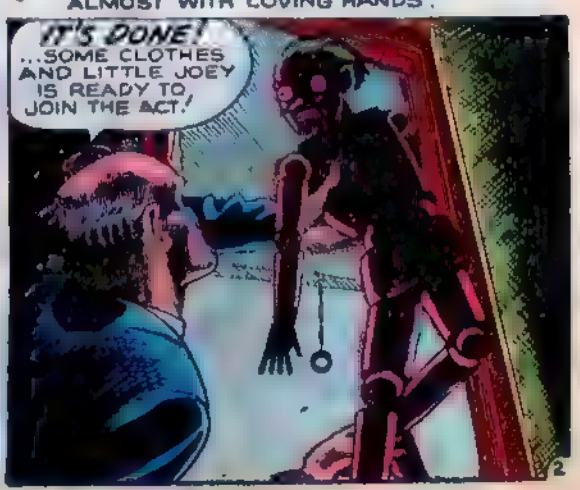
YES. LITO HAD HEARD OF THE OLD MAN/HIS PENNY-PINCHING HAD EARNED HIM THE REPUTATION OF A MAN WITHOUT A SOUL/A THOUGHT STIRRED WITHIN LITO...



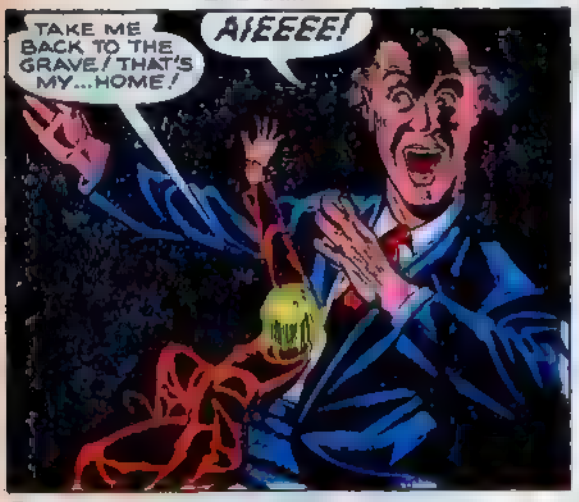
AND THAT NIGHT, WITH ONLY A PALE MOON ILLUMINATING THE LAST RESTING PLACE OF THE DEAD, LITO FOUND HIS WAY BACK TO JOSIAH BAILEY'S GRAVE.

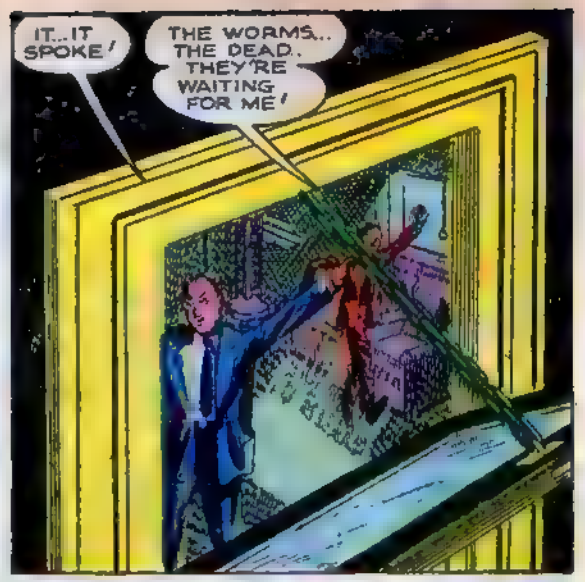
BY DINT OF MUCH EFFORT, HE BROUGHT THE CASKET UP FROM IT'S NATURAL RESTING PLACE AND THEN HESITATED FOR ONLY A MOMENT

HE WENT BACK TO HIS DINGY ROOM WITH PIECES OF THE FINE CASKET WOOD FROM WHICH HE FASHIONED A NEW PUPPET . A PUPPET THAT WAS CREATED CAREFULLY.. ALMOST WITH LOVING HANDS .

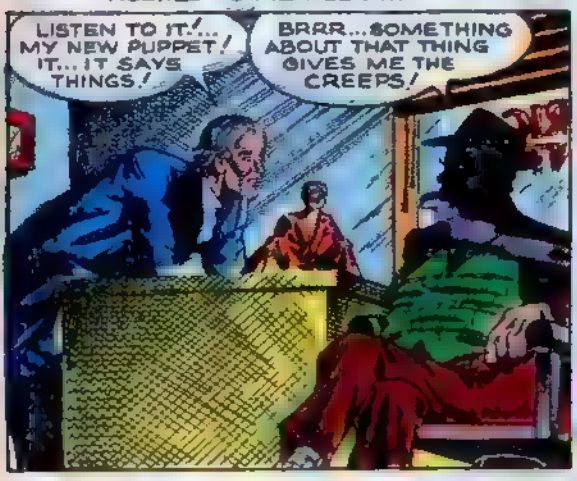


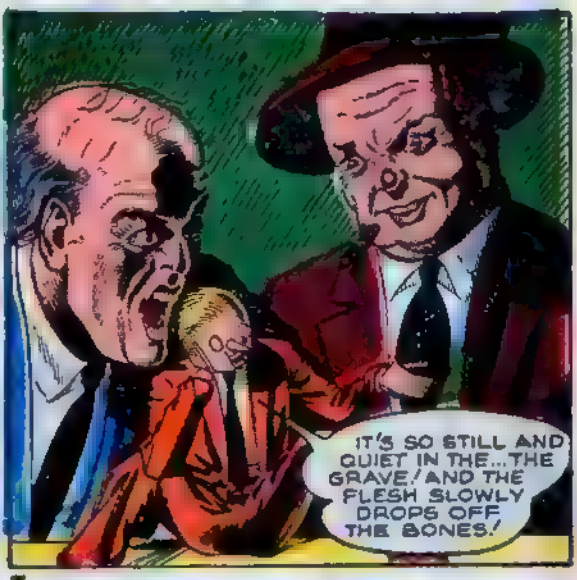
AND SO LITO STARTED TO REHEARSE A NEW ACT... BUT AS HE WRACKED HIS MIND FOR WORDS, HE SUDDENLY HEARD LITTLE JOEY SPEAK...

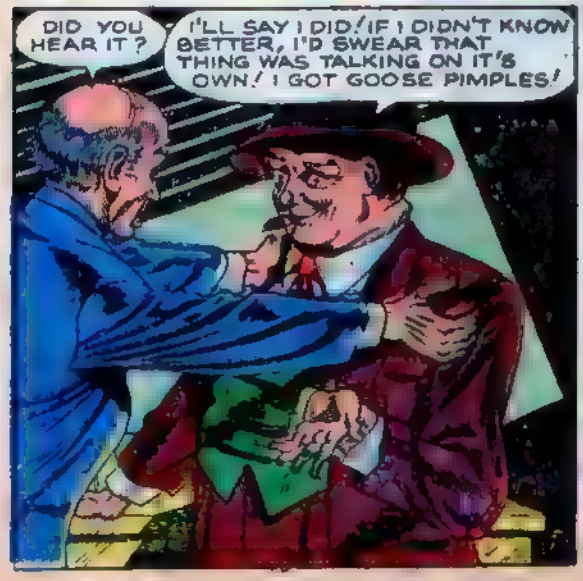




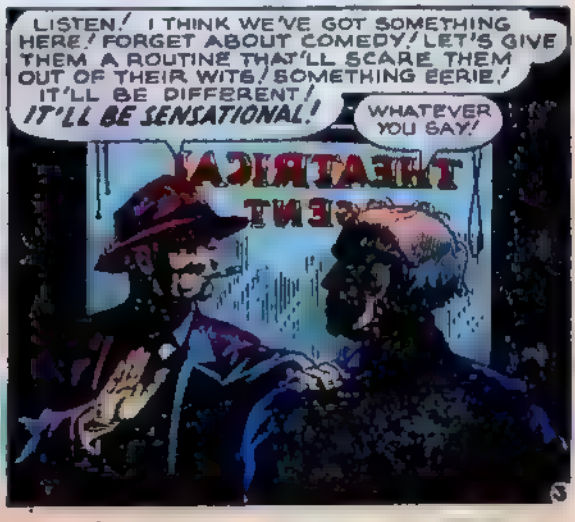
LITO HAD ALL HE COULD DO TO KEEP FROM BOLTING THE ROOM IN FRIGHT, BUT EVEN AS SHIVERS CRAWLED OVER HIM, HE REALIZED HE HAD CREATED SOMETHING UNUSUAL...AND RUSHED TO HIS AGENT...



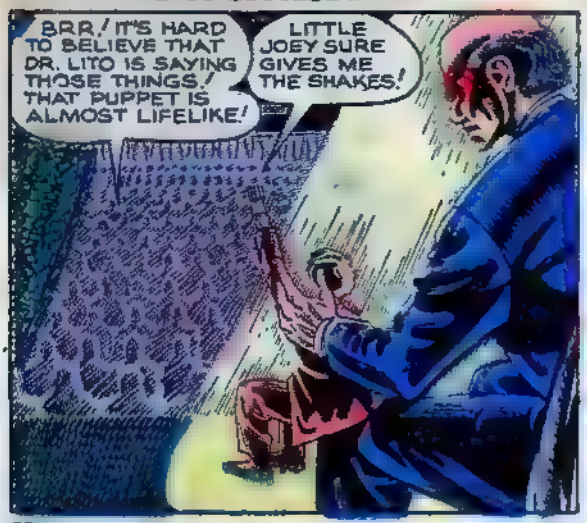




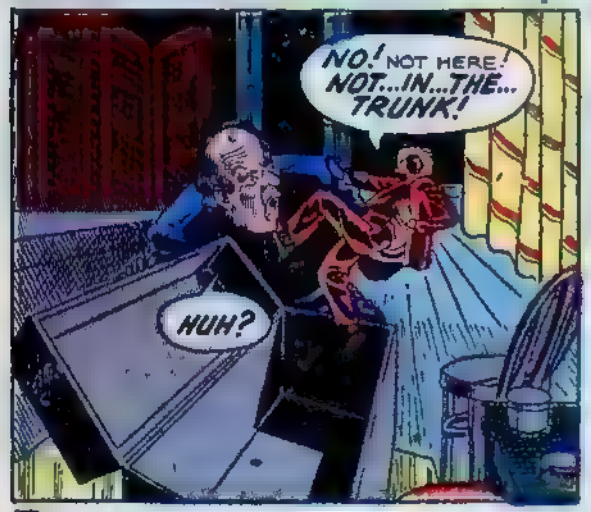
LITO STARTED TO EXPLAIN, THEN THOUGHT BETTER OF IT AS THE AGENT EXCITEDLY CLUTCHED HIS ARM..

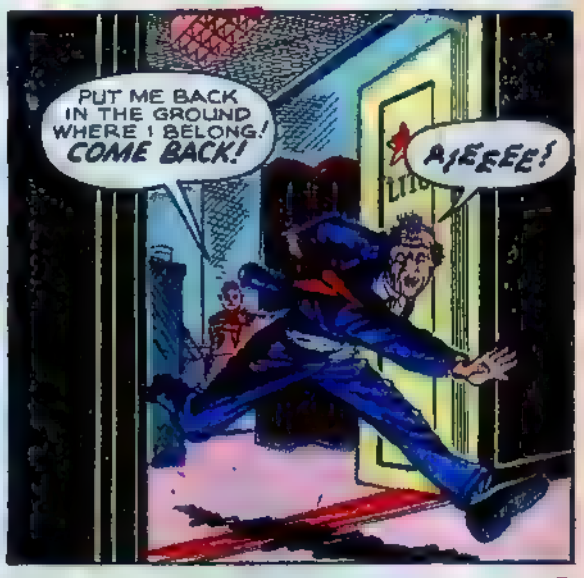


AND SO LITO FOUND ANOTHER BOOKING AND THE STRANGE PUPPET WAS AN INSTANTANEOUS SUCCESS...

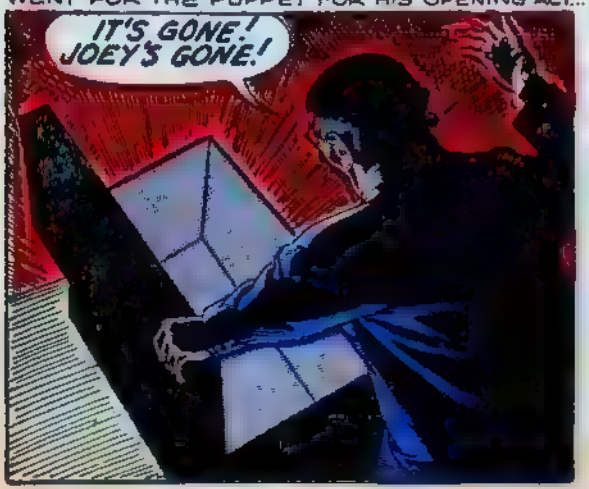


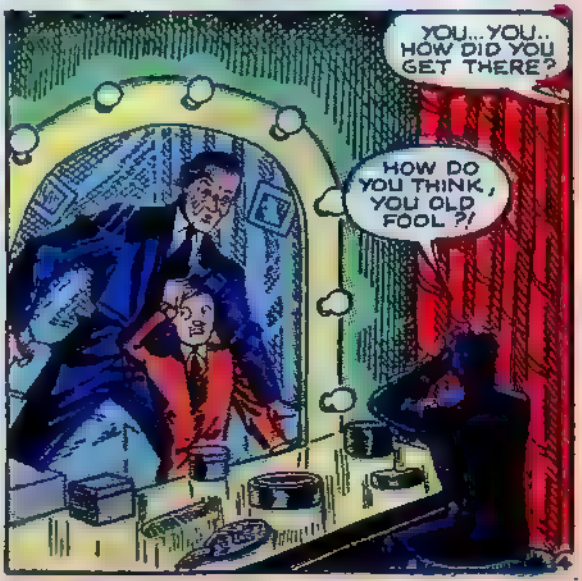
BACK IN HIS DRESSING ROOM, DR. LITO FOUND A STRONG COMPULSION TO GET THE STRANGE PUPPET OUT OF HIS SIGHT...



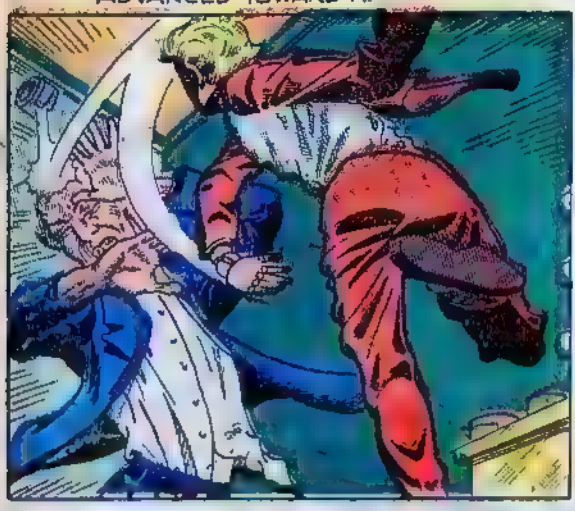


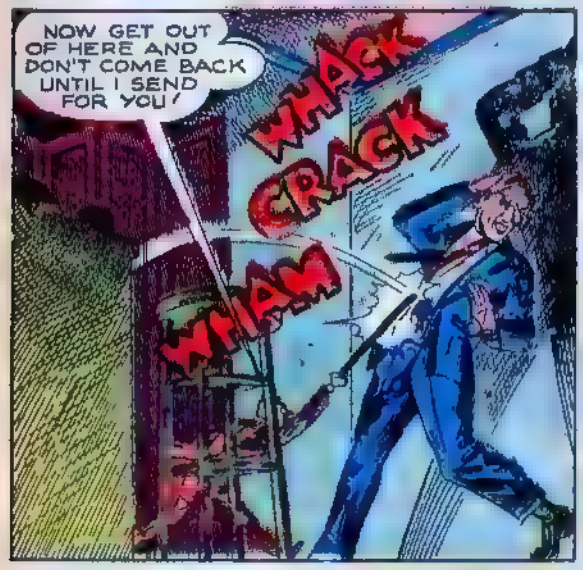
BUT IN SPITE OF THE FRIGHT AND TERROR IN WORKING WITH THE STRANGE PUPPET, SUCCESS AND MONEY MADE IT SOMEWHAT BEARABLE... THAT IS, UNTIL THE NIGHT HE WENT FOR THE PUPPET FOR HIS OPENING ACT...



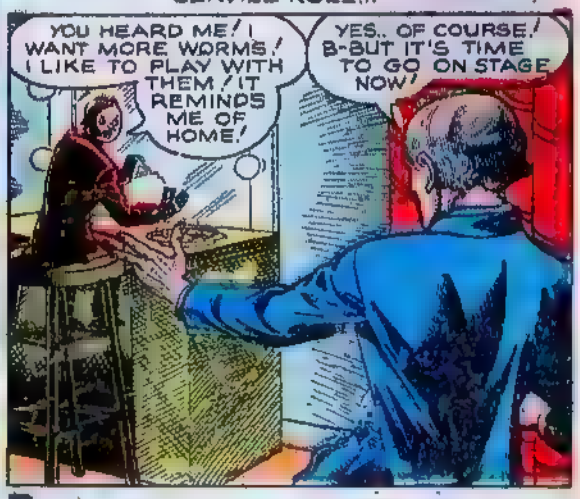


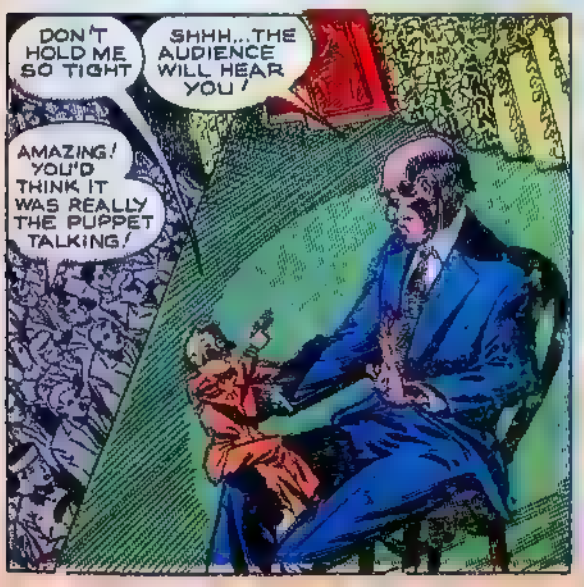
FOR A LONG MOMENT, HE STARED AT THE PUPPET... HIS MIND TRYING TO GRASP WHAT HE HAD CREATED, AND THEN HE SLOWLY ADVANCED TOWARD IT.



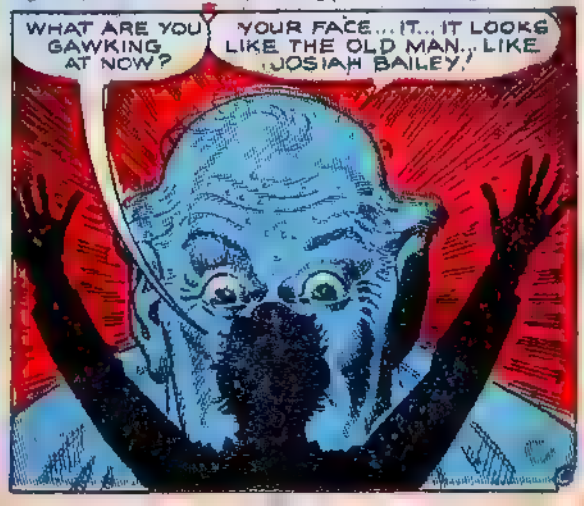


FROM THAT DAY ON, THE PUPPET ASSUMED MORE AND MORE AUTHORITY... BECAME EVEN MORE DEMANDING AS LITO PLAYED A SERVILE ROLE...

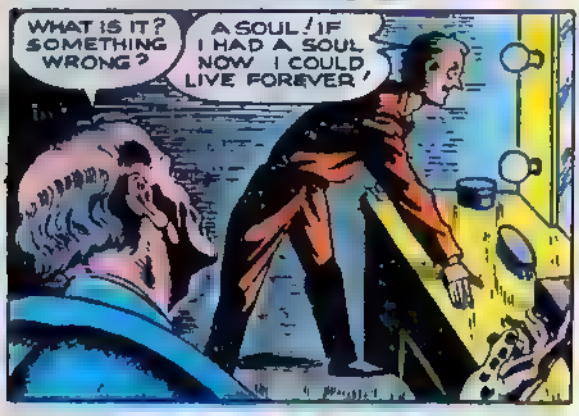


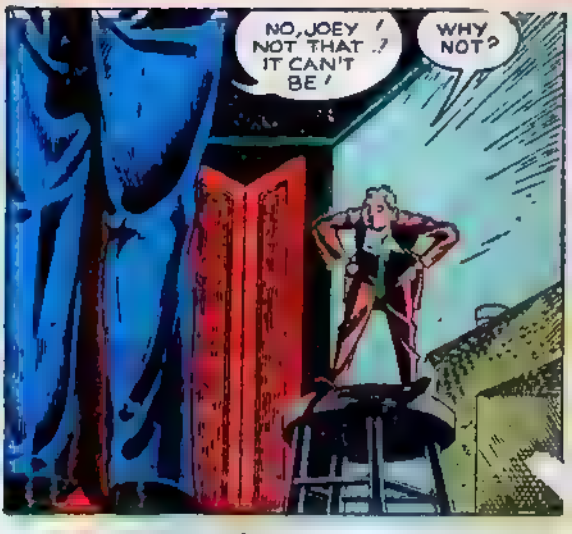


BUT EVEN MORE TERRIFYING THAN THE DOMINATION OF THE PUPPET WAS THE SLOW CHANGE LITO NOTICED IN THE PUPPETS FEATURES!

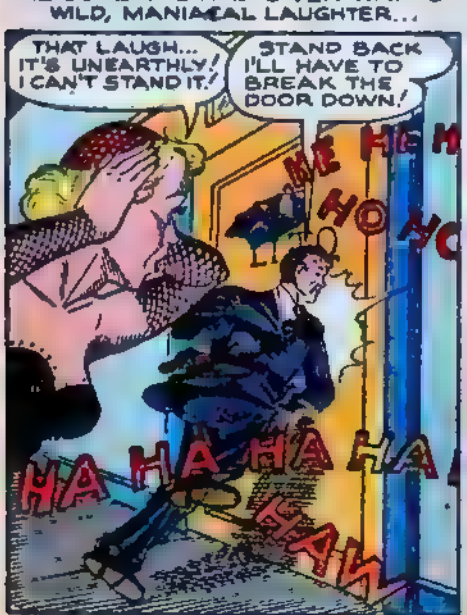


YES...THE CHANGES HAD BEEN GRADUAL. BUT THERE WAS NO MISTAKING IT! AND THAT FINAL DAY, LITO HAD A SENSE OF FOREBODING WHEN HE ENTERED THE DRESSING ROOM TO FIND JOEY STARING STRANGELY INTO THE MIRROR.





THE POLICE WERE QUICKLY SUMMONED AND WHEN THEY ARRIVED THE SCREAMS HAD GIVEN WAY TO WILD, MANIACAL LAUGHTER...



AND WHEN THEY FINALLY SMASHED THE DOOR DOWN, THE SIGHT THAT MET THEIR EYES MADE THEM FREEZE IN HORROR.

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CHILLS IN THE NIGHT

By JESSE MERLAN

IT was a cold and moonless night when Steve Hendon stepped from his train on to the deserted railroad station. Dark clouds scudded across a starless sky, and as his train gave one last mournful whooo-o-o and slid on into the night, Steve shivered despite his warm clothing. Somehow, for the last few hours, while he'd been approaching Ferndale, he'd had a strange feeling of something wrong, of something terrible or horrible about to happen. He couldn't shake this feeling off.

And it was odd that he should feel depressed or have such terribly disturbing thoughts. Ferndale was his home town; he'd been born here, raised here . . . and his childhood had been quite usual and happy. His father, a small grocer, his mother a happy and busy woman, and all his childhood and young manhood full of the usual play and fun. And then had come a better job in the big city, and now it had been twelve years since he'd visited Ferndale, the town of his birth.

Steve stepped from the station platform carrying his bag and went down a side street, knowing exactly which short-cut to take to get him to his mother's house. This was a surprise visit. No one knew he was in town. In the last dozen years his folks and friends had always come to the city to visit him, he'd been that busy with his career. And now at last to come home . . . and to have this strange feeling of dread and horror . . . AGGHHH . . . Steve shook a shiver and chill from the base of his spine and kept walking through the dark streets.

He turned from Pine Street down into Spruce and suddenly many memories came tumbling back into his mind, chasing for a moment the strange feeling of fear that retreated within his brain. Pine and Spruce, he thought, and there's where we used to play baseball. Yes, that was the old lot . . . a big ball field, too . . . and now they must have built something there because there's a big wall all around it and an iron fence and . . . Steve tried to see through the fence and tried to think of what might be over the wall. But the night was too black, there was no moon, and Steve tucked his warm coat closer under his chin and kept trudging on toward home.

On the next corner, a flickering street light almost lit up what had once been the old baseball field, and Steve thought he saw the shine of smooth marble walls . . . but the light was too dim for real vision. Probably built an office and factory there, he thought. And Jim Grey and I used to have such fun playing ball there.

Walking along the wall and fence, every memory of Jim Grey suddenly became sharp and clear in his mind. Jim Grey; good old Jim. His best friend, catcher on the ball team when he was pitcher, roommate at college, he'd been best-man at Jim's wedding; strange that he hadn't gotten a letter from Jim in the last month. Jim always wrote to him, always had written. Jim Grey managed the small hotel in Ferndale. Steve Hendon promised himself that he'd drop in on his mother and dad and then call Jim on the phone and maybe they could spend a little time together next day, reliving old memories. Jim had been such a good friend . . . always would be his friend. Steve spoke aloud:

"I wish I could see Jim now. Maybe he'd help get rid of this strange feeling I've had tonight. Yes . . . I wish I could see Jim."

THEN, suddenly, from the gloom along the wall, about 50 feet ahead, a dark figure seemed to come out of the shadows and walk toward Steve. "Strange that I didn't see that man before," thought Steve, "I guess I've been thinking so hard about Jim that I haven't noticed things the last few seconds. Wonder who that chap is who's coming toward me."

In the next ten seconds Steve's unspoken wondering was answered. The man's figure came closer and closer, and as it came Steve recognized the walk, the height of the man, the shape of his face . . . why, there was only one man who looked like that and walked like that. The figure was just about to walk past Steve when Steve shot out his hand and grabbed the man's coat.

"Jim!" Steve almost shouted in surprised glee. "Jim! You've answered my thoughts! Imagine meeting you walking down here by the old ball field. I was thinking about you, about us . . . Jim! What's the matter with you?"

For Jim didn't seem to share Steve Hendon's glad surprise. Strange, because Jim had always been so quick and alive and ready with words. And now it was only Steve Hendon who kept talking and talking and pumping Jim Grey's hand and shaking Jim Grey by the elbow.

"Why so quiet, Jim? Aren't you glad to see me? What are you doing out so late? Do you know it's past two o'clock? I just got in on the last train. How's the wife, and the children? Speak up, man."

Jim Grey, for a moment, seemed to want to

pull away from Steve's handshake and almost-encircling arm . . . but then Jim turned and fell into step beside Steve and the two walked down the lightless street together. From far ahead of them a single street lamp flared fitfully, above them the dark clouds scurried and a whining wind moaned. At last Jim Grey spoke:

"I'll walk with you, if you want me to so much. But I shouldn't be walking with you . . ." Jim Grey's voice was low and soft and seemed to come from far away. Steve Hendon could just about hear him. "I've thought of you too a lot, Steve. Of the good times we used to have, and the good friends we always were . . . and then you came walking past the wall . . ." Jim Grey's voice trailed away into a whisper, then into silence.

Again that cold shiver of fear and horror that had annoyed Steve lately . . . that shiver came back and shook Steve's heart and soul. Was this the Jim Grey he'd known? Something was wrong here . . . something . . .

Jim Grey's soft voice began again. "Steve, I can see you don't know anything about what's happened here in Ferndale in the last nine days. My last letter to you was written before that, and now here you come to Ferndale and you don't even know what they did with the old ball field years ago. Ball field . . ." A choking moan seemed to close Jim Grey's throat, and again Steve shivered.

Steve looked at Jim, looked at him as well as the poor light would let him. Jim Grey seemed to be thin and pale. His face was almost bloodless, and now Steve remembered that Jim's hand had been cold and icy when he grasped it. Suddenly, Steve's concern shaped hurried words on his lips. "Jim . . . you're not ill? You don't look well; you don't talk like yourself. *Are* you ill? Tell me . . ."

Jim Grey's pale face twisted slightly into a friendly smile, a sad smile. "No, Steve, I'm not ill . . . it would be a lot better . . ." Jim's voice trailed into an agonized whisper. "Listen, Steve . . . I can't stay here . . . I've got to go now. But before I go I want you to give this to Martha, my wife Martha. I know you'll be going past there before I do . . . much before I do. Give her this ring . . . tell her I want her to keep it."

And into Steve Hendon's hand Jim Grey pressed a shiny, gold ring with a small diamond set in the top of it. Steve took the ring. Steve's feelings and thoughts were all confused now. As Steve clutched the ring, and as Jim released it, Steve's mind was in utter confusion. There were a thousand questions, a thousand fears. Why did Jim want him to take this message-ring to Martha? Why wasn't Jim going back to Martha? Why was Jim so sad? Why . . . why . . . why . . .

But before Steve could speak again, Jim Grey whispered a sad and soft "Good-bye, Steve." And then Jim Grey walked through an open gate in the brick wall they'd been walking alongside of. And before Steve knew it, he was alone again. Steve didn't try to explain his thoughts or feelings, although he did try to guess that perhaps Jim Grey worked in the office or factory or whatever it was behind the brick wall that now encircled the old ball field. But Steve was all confused; and again those day-long and night-long feelings of horror and fear reared themselves in his mind and soul.

SQUEEZING the gold ring Jim had given him, Steve made a quick decision. His step now faster, he struck across an open field. This was the way to another end of town, the way to Jim Grey's house. Some horrible dread forced Steve on, faster and faster. He just had to get to Jim's house. Maybe Jim's wife Martha could explain why . . . could explain everything . . . everything about this weird meeting with Jim.

Within seven minutes Steve Hendon was at Jim's house. And there was a light in the upstairs window, in the bedroom. As Steve walked up the porch steps, whoever was in that lighted room must have heard him. Because the hall and porch lights switched on, even though it was past two in the morning, and then Steve heard footsteps coming down the stairs.

Martha Grey herself opened the door to Steve. And Steve should have realized the meaning of what his eyes saw. Because Martha was dressed all in black, dressed as a person dresses after a death in the family.

His mind stunned, his terrible thoughts still unproven, Steve Hendon held out the gold and diamond ring to Martha Grey. "I met Jim down by the old ball field. He seemed to be so sad and disturbed . . . I don't know what's wrong. But he asked me to give you this . . . and he asked you to keep it forever. What does it all mean, Martha?"

For an instant Martha's eyes only widened in terror, and her mouth fell open in horror. Then she spoke, spoke in a twisted moan that rose and rose till it ended in a shriek.

"You . . . you met Jim by the *ball field*? That ball field has been a cemetery for the last four years . . . it's the town graveyard. And Jim was sick for three weeks . . . and he died four days ago . . . and we buried him there . . . in the graveyard, the graveyard that used to be a ball field. And I myself . . . I . . . I put that ring on Jim's finger just before the undertaker closed the coffin . . ."

Martha fell senseless to the floor, her eyes rolled back white with horror. The gold ring fell from Steve's hands . . . and then Steve Hendon knew the meaning of the word . . . FEAR.

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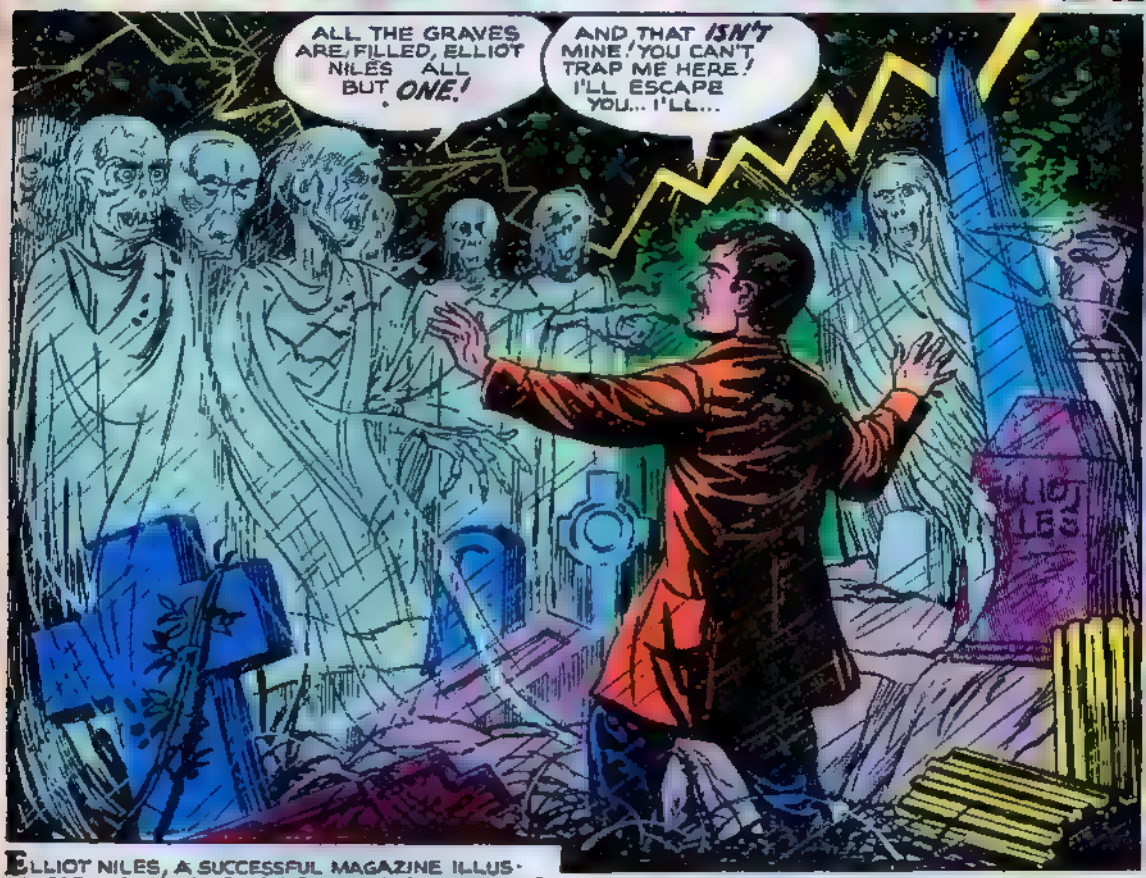
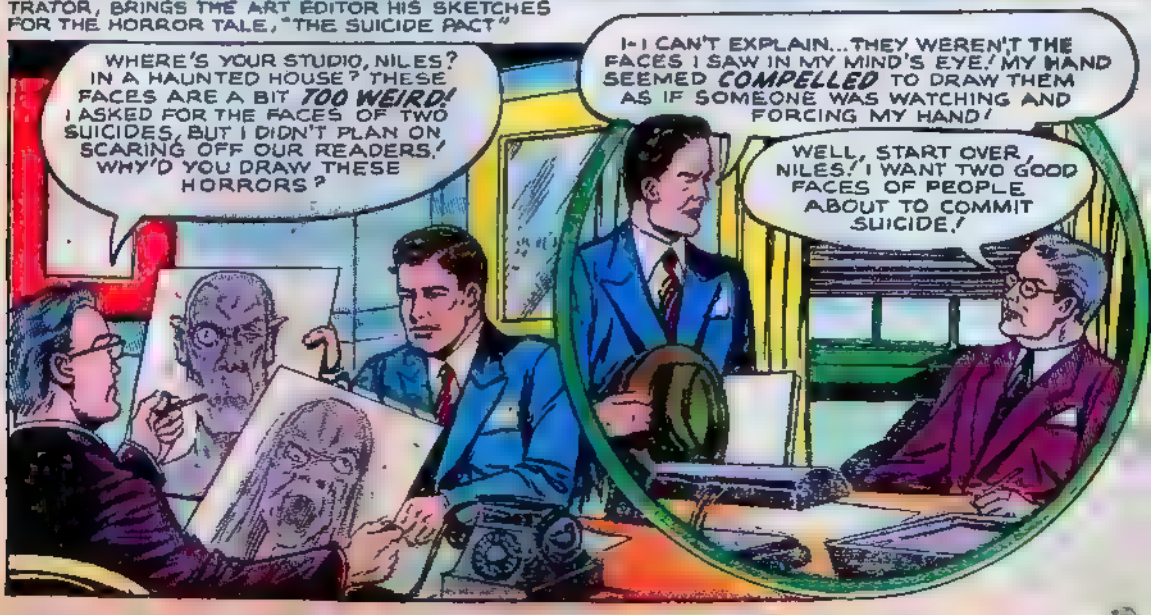
WHAT INSPIRES AN ARTIST WHEN HE DRAWS A PICTURE? SOMETIMES, IT IS A VISION OF BEAUTY, BUT WITH ELLIOT NILES, IT WAS THE TERRIFYING VISION OF A GRAVE-KEPT SECRET! AND WHEN HE BELLOWED HIS DEFIANCE AT THE POWERS OF THE WORLD BEYOND, A MACABRE CIRCLE OF MOLDY, LOATHFUL, FLESH-ROTTING FIGURES CLOSED IN ON HIM AND HE LEARNED TOO LATE, THAT ONE SHOULD NEVER DRAW...

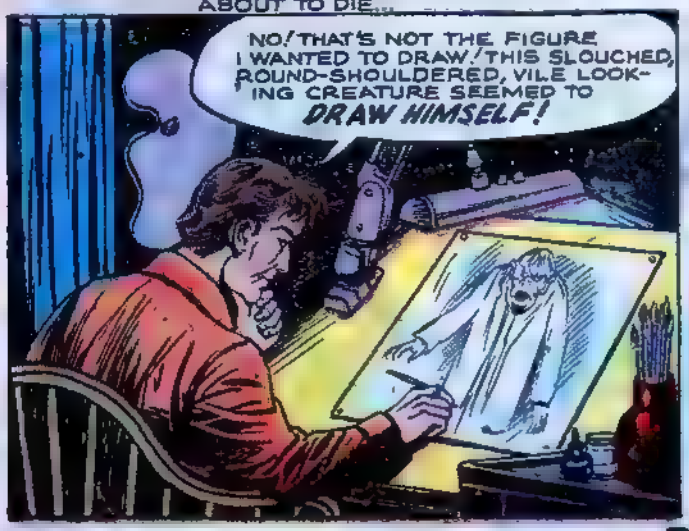
The FACES of DEATH

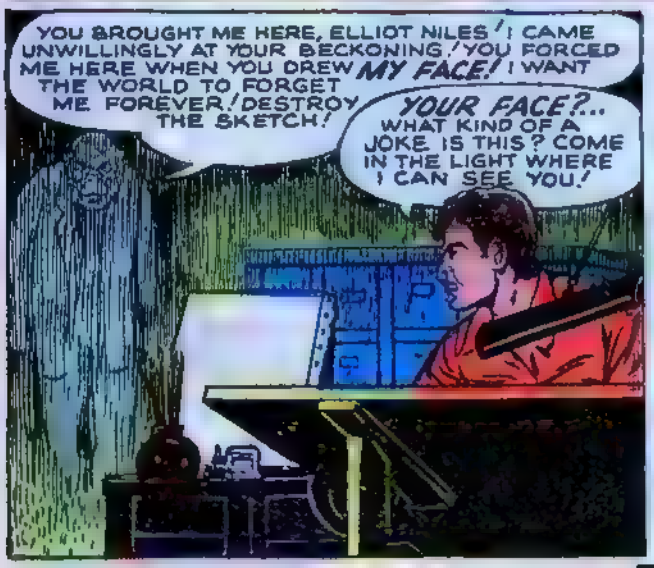


ELLIOT NILES, A SUCCESSFUL MAGAZINE ILLUSTRATOR, BRINGS THE ART EDITOR HIS SKETCHES FOR THE HORROR TALE, "THE SUICIDE PACT"

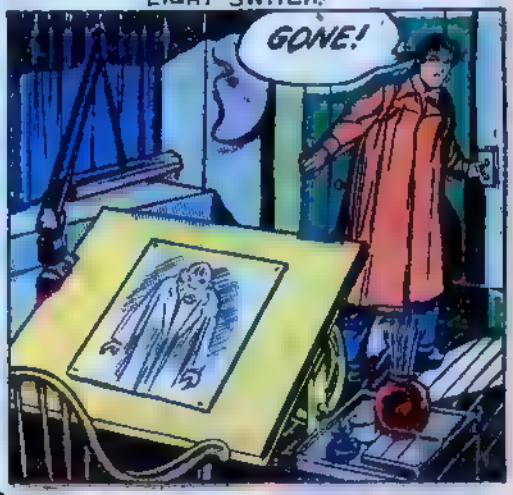


As night falls, Elliot Niles works busily in a corner of his studio, trying to capture on paper the contorted features of a man about to die...

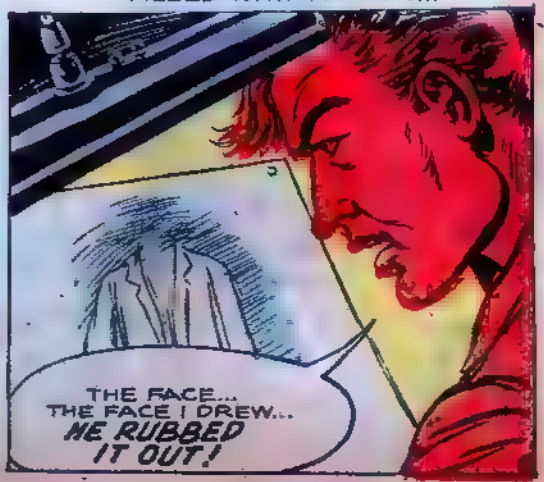




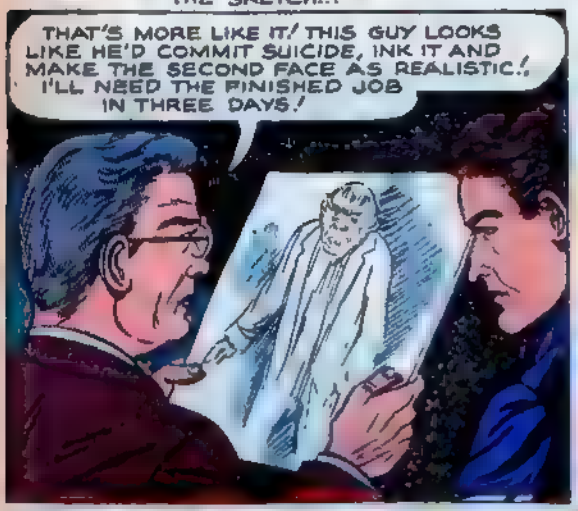
But the slouched, bent figure only recedes into the dark! Niles races forward and flicks on the light switch!



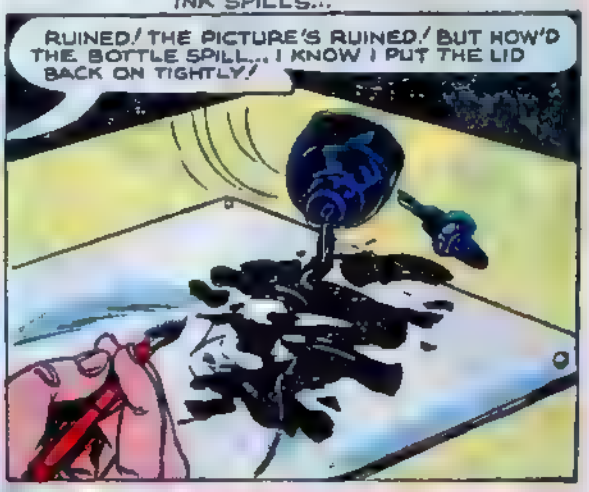
But as Niles starts for the sinister figure, it bolts through the French doors into the dark night and seems swallowed up in the blackness! Niles returns to his drawing, his eyes filled with terror...



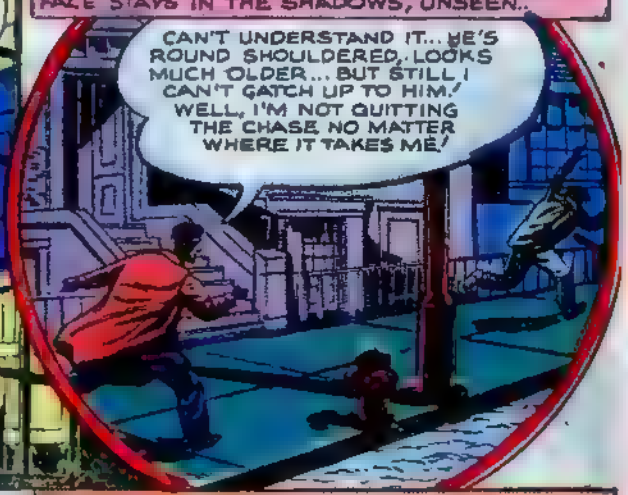
SHAKEN BY THE STRANGE INTRUDERS FANTASTIC ACT, NILES NEVERTHELESS REDRAWS THE FACE FROM MEMORY AND SUBMITS THE SKETCH...



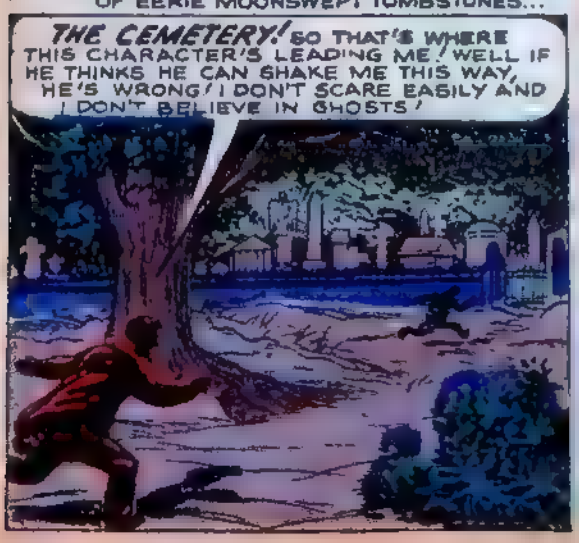
THAT EVENING, WITH A CHILL SENSE OF FOREBODING, NILES SETS TO WORK INKING IN THE BENT, HUDDLED FIGURE OF THE IMAGINED SUICIDE! SUDDENLY ACROSS THE WHITE PAGE INK SPILLS...



DOWN THE DARK STREETS, NILES PURSUES THE PHANTOM INTRUDER, WHOSE BENT FORM KEEPS JUST AHEAD OF NILES AND WHOSE MYSTERIOUS FACE STAYS IN THE SHADOWS, UNSEEN..



SUDDENLY, THE SHADOWY FIGURE TURNS DOWN A DESERTED ROAD, AHEAD LOOM SILENT ROWS OF EERIE MOONSWEPT TOMBSTONES...



BUT THE DARK FIGURE MAKES A SHARP TURN AND STARTS DOWN AN OVERGROWN PATH, AT THE END OF WHICH LIE MACABRE, UNATTENDED GRAVES OF THE SEEMINGLY FORGOTTEN DEAD

SUDDENLY, THE BENT, SHADOWY FIGURE VANISHES, LEAVING NILES TREMBLING BEFORE THE CEMETERY RUINS, WHOSE FOUL DECAY HINTS OF SOME STRANGE UNFORGIVEN CRIME THAT MARKS ALL IT'S LIFELESS DWELLERS...
WHAT'S ON THESE HEADSTONES? WHO'S BURIED HERE?
NO NAMES! BUT THEY ALL MET DEATH STRANGELY! NOW I UNDERSTAND. THEY'RE ALL SUICIDES! I REMEMBER THE MAN WHO JUMPED FROM TOWER BRIDGE LAST YEAR! THIS IS A CEMETERY OF THOSE WHO KILLED THEMSELVES!
HERE LIES A MAN MET DEATH BY TOWER BRIDGE
WOMAN MET DEATH BY POISON
MAN MET DEAT IN HIS GARAGE
YES, ELLIOT NILES, WE ARE ALL SUICIDES HERE / WE HAVE ALL TRIED TO FORGET THE WORLD AND BE FORGOTTEN BY IT.. NO NAME APPEARS ON OUR TOMBSTONES!
BUT YOU HAVE TRIED TO FORCE US BACK INTO THE WORLD'S EYE! IT WAS MY FACE YOU DREW IN THAT FIRST REJECTED SKETCH, ELLIOT NILES!
I-I DREW YOUR FACE?...I...I DON'T BELIEVE YOU! LET ME SEE YOUR FACE!
EACH ONE HERE HAS HIS PRIVATE REASON FOR WISHING HIS FACE NEVER TO BE SEEN BY MORTAL MAN AGAIN/... THAT IS WHY WE COMMITTED SUICIDE! YOU CANNOT SEE OUR FACES!
I'LL SEE YOUR FACES! I'LL END YOUR GHOULISH PRANK! TAKE DOWN YOUR HANDS!
WITH TERRIFIED DESPERATION, NILES RIPS AWAY THE HANDS FROM THE FACE OF ONE COWERING SHADOWY FIGURE AND THEN RECOILS IN ABJECT TERROR AT THE INHUMAN, LOATHSOME SIGHT OF THE MOLDY GREENISH, ROTTING SKIN OF A FEATURELESS FACE!
WHY DO YOU CRINGE? WE WISHED TO LOSE OUR IDENTITY... DEATH GRANTED OUR WISH!
N-NO! IT CAN'T BE! LET ME SEE THE OTHERS!

INCREDULOUSLY, ELLIOT NILES GOES DOWN THE LINE OF THE DEAD, SEEKING BEHIND EACH PAIR OF HANDS AN END TO THE SHUDDERING VISION OF FEATURELESS FACES...

BUT BEHIND EACH PAIR OF HANDS, ONLY DEAD FLESH LIES...

A FEELING OF NAUSEATING DISGUST FILLS HIM AT THE HORROR OF THE DECAYING FACES OF THE DEAD...

NOW YOU KNOW WHY I KEPT MY BACK TO YOU AND STAYED IN THE SHADOWS WHEN I WAS IN YOUR STUDIO, ELLIOT NILES!... IN THE NAME OF THE DEAD, DO NOT DRAW OUR FACES!

BUT THAT WAS MY ASSIGNMENT... THE FACES OF TWO SUICIDES! SOMETHING FROM THE WORLD BEYOND MADE ME DRAW *YOUR* FACE! IT WAS JUST WHAT I NEEDED... AND I'LL DRAW IT AGAIN!

THREATEN TO DRAW US AND YOU WILL SUFFER, ELLIOT NILES!

MY REFLECTION... M-MY FACE, I-IT'S LOSING IT'S FEATURES!

YOU'RE TRYING TO SCARE ME! YOU'RE TRYING TO MAKE ME LOOK LIKE YOU! YOU CAN'T ROB MY FACE OF IT'S FEATURES AND YOU CAN'T STOP ME FROM DRAWING YOUR FACES!

BUT AS ELLIOT NILES RACES OFF IN DEFIANCE, THE SKY SUDDENLY DARKENS, THUNDER RUMBLES OMINOUSLY AND LIGHTNING STRIKES WITH ANGRY FURY...

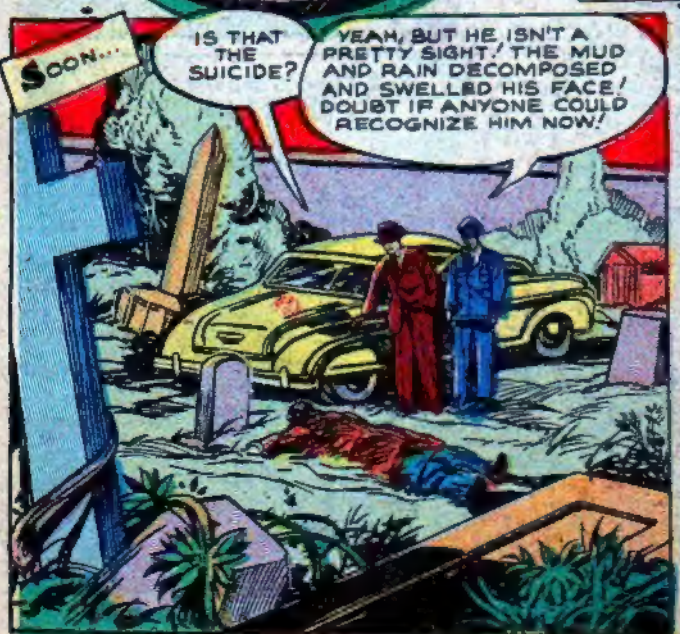
THE TREE'S DOWN! IT'S BLOCKING MY WAY OUT OF HERE!

AS NILES TURNS BACK IN TERRIFIED PANIC, HIS FEET STEP ACROSS A FRESH DUG GRAVE, THE MUDDIED GROUND SINKS BELOW HIM...

BUT AS HE STRUGGLES TO RISE, HE SINKS LOWER AND LOWER INTO THE GRAVE AND SOME UNSEEN FORCE SEEMS TO BE PRES ING HIM DOWN INTO THE BURIAL OOZE...

BUT WITH RELENTLESS, PERSISTANT AND LETHAL INTENT, SOME FANTASTIC PRESENCE FROM THE WORLD BEYOND BURIES THE ARTIST'S GASPING MOUTH INTO THE SUFFOCATING SLIME...

THE NEXT MORNING, AS THE EDITOR DRIVES TO TOWN...



WITH A FASCINATED GAZE, THE EDITOR LOOKS AT THE BLOATED, DISTORTED, PUFFY, ROTTING REMNANTS OF A ONCE HUMAN FACE...

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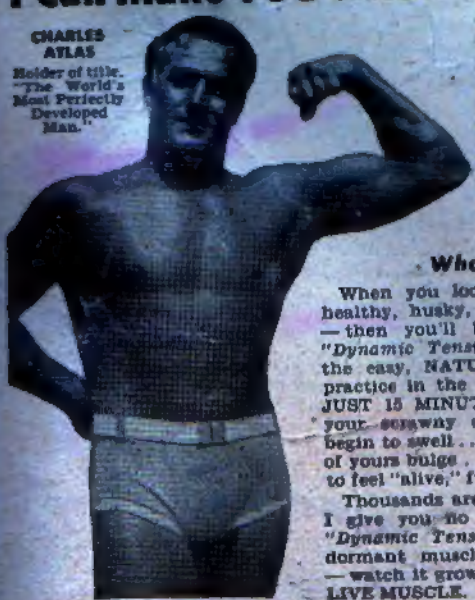

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